

**FRIEDMAN
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SEILER &
ADELMAN LLP

APPLICATION GRANTED
SO ORDERED *Vernon S. Broderick*
VERNON S. BRODERICK
U.S.D.J. 6/29/2020

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June 26, 2020

BY ECF

The sealed document filed at Document 62
shall remain viewable only to the selected parties.

Honorable Vernon S. Broderick
United States District Court for the Southern District of New York
40 Foley Square, Courtroom 518
New York, NY 10007

Re: *Preferred Freezer Services, LLC v. Americold Realty Trust*, No. 19-cv-02926 (VSB)

Dear Judge Broderick:

We are counsel to Plaintiff Preferred Freezer Services, LLC (“PFS”). Pursuant to Your Honor’s Individual Rule 5.B, we respectfully request leave to file PFS’ Amended Complaint partially under seal.

PFS initiated this action on April 2, 2019, alleging violations by Americold Realty Trust (“Americold”) of the Defend Trade Secrets Act (18 U.S.C. § 1836) and related state law contract and tort claims, including fraud in the inducement, breach of contract, breach of the covenant of good faith and fair dealing, tortious interference with prospective economic advantage, unfair competition, and misappropriation of confidential information. As alleged in the Amended Complaint, as well as the original Complaint (Dkt. No. 2), PFS’ claims arise from a fraudulent scheme by Americold to obtain PFS’ confidential, trade secret information (“Confidential Information”) through its bad-faith participation in a bidding process for the sale of PFS.

Americold obtained the Confidential Information pursuant to a Confidentiality and Non-Disclosure Agreement dated October 23, 2018 (the “Confidentiality Agreement”). Because Americold’s improper acquisition, misuse and misappropriation of the Confidential Information, and its breach of the Confidentiality Agreement, are at the heart of PFS’ claims, PFS was permitted to file its Complaint under seal by Judge Annalisa Torres, sitting in Part 1. (Dkt. No. 6.) Thereafter, Americold was granted leave to file its Rule 41(d) motion and supporting papers partially under seal (Dkt. Nos. 14, 29), and PFS was granted leave to file its opposition partially under seal (Dkt. No. 24), as the briefing on the motion referenced Confidential Information.

PFS’ claims in the Amended Complaint contain references to the Confidential Information, the public disclosure of which would harm PFS. PFS granted Americold access to its Confidential Information in reliance on the protections of the Confidentiality Agreement, and Americold’s assurance that PFS’ Confidential Information would be

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safeguarded from disclosure, misuse and misappropriation. Americold's breach of its obligations to PFS has given rise to this Action, but the integrity of PFS' Confidential Information should not be further compromised in PFS' effort to vindicate its rights to protect the confidentiality of its information. *See Royal Park Investments SA/NV v. Wells Fargo Bank, N.A.*, 2018 WL 739580, at *19 (S.D.N.Y. Jan. 10, 2018); *Tropical Sails Corp. v. Yext, Inc.*, 2016 WL 1451548, at *4 (S.D.N.Y. Apr. 12, 2016).

Accordingly, we respectfully request that the Court grant PFS leave to file a redacted version of its Amended Complaint. Pursuant to the Court's Individual Rule 5.B, we consulted with counsel for Americold, who indicated that Americold takes no position on this request. In addition, in accordance with Rule 5.B we have publicly filed a copy of the Amended Complaint with redactions and have filed under seal a copy of the Amended Complaint with the redacted material highlighted in yellow.

We thank the Court for its consideration of this request.

Respectfully submitted,

/s/ *Mala Ahuja Harker*

Mala Ahuja Harker

cc: All counsel (via ECF)